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FEB 27 2003

February 27, 2003

Federal Communications Commission
Office of Secretary

VIA FACSIMILE and HAND DELIVERY

Mr. W. Kenneth Ferree
Chief, Media Bureau
Federal Communications Commission
445 12th Street, S.W., Room 3-C740
Washington, D.C. 20554

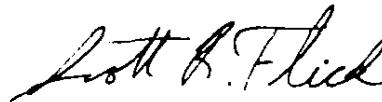
**Re: Applications for Transfer of Control of Hispanic Broadcasting Corp.,
and Certain Subsidiaries, Licensees of KGBT(AM), Harlingen, Texas
et al. (Docket No. MB 02-235, FCC File Nos. BTC-20020723ABL et al.)**

Dear Mr. Ferree:

Submitted herewith on behalf of Univision Communications Inc. ("Univision") is a Certificate of Amendment amending the above-referenced applications with information regarding an agreement with the Department of Justice concerning Univision's acquisition of Hispanic Broadcasting Corporation. As this agreement marks the completion of the Department of Justice's review of the merger, the basis cited in your letter of January 24, 2003 for temporarily halting the FCC's 180 day merger review clock, Univision hereby requests that the review clock countdown be resumed and processing of the applications be completed as expeditiously as possible.

If there should be any questions regarding this matter, please contact the undersigned.

Sincerely,



Scott R. Flick

cc: Barbara A. Kreisman (via electronic mail)
David Broun (via electronic mail)
Roy Russo



Enclosures

Certificate of Amendment

I, Robert V. Cahill, Vice Chairman and Secretary of Univision Communications Inc. ("Univision"), proposed transferee of Tichenor License Corporation, *et al.*, licensee of radio station KGBT(AM), Harlingen, Texas, *et al.*, in FCC File Nos. BTC-20020723ABL, *et al.*, MM Docket 02-235, hereby amend the transferee's portion of the pending applications with the following information:

Univision has reached **an** agreement with the United States Department of Justice ("DOJ"), pursuant to which the DOJ will not object to Univision's acquisition of Hispanic Broadcasting Corporation ("HBC"), the ultimate parent of Tichenor License Corporation, *et al.* Under the agreement and consistent with Univision's letter to Barbara A. Kreisman dated December 9, 2002, Univision will convert all of its shares of capital stock of Entravision Communications Corporation ("Entravision") into a new class of non-voting preferred stock of Entravision. **As** mentioned in Univision's earlier letter, this non-voting preferred stock will have no right to elect directors and will have only certain limited rights associated with it consistent with rights that have been previously approved by **the** Commission with regard to non-attributable ownership interests. Specifically, Univision's stock will not have any consent rights other than the right to approve: (1) a merger, sale, liquidation, or winding up of Entravision, and (2) the sale by Entravision of **any** television station affiliated with a Univision-owned network.

In addition, under the agreement, Univision will ultimately sell **a** portion of its Entravision stock so that Univision's ownership of Entravision will not exceed 15% at the end of three years, and 10% at the end of six years.

As Univision had already committed in the pending applications to modifying its interest in Entravision to be nonattributable, the agreement **with** the DOJ described above does not impact the Commission's processing of **the** merger applications currently pending before the Commission. Rather, Univision submits the **instant** amendment in order to provide the Commission with current information regarding the conclusion of the merger review process at the DOJ.

Respectfully submitted,



Robert V. Cahill
Vice Chairman and Secretary
Univision Communications Inc.

Dated: 2-27-03